

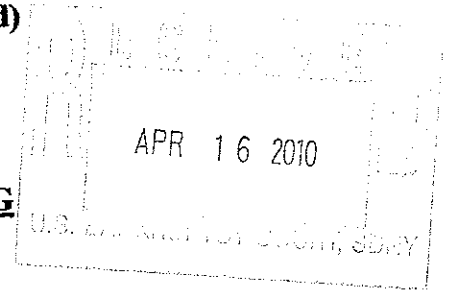
**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

GENERALL MOTORS CORP. et al.

**Chapter 11 Case No.
09-50026 (REG)
(Jointly Administered)**

**RESPONSE TO NOTICE OF SALE HEARING
DATED JUNE 2, 2009**



Atul C. Shah, creditor, responds as follows to the Notice of Sale Hearing in the above captioned case: So long as my rights to mediate, arbitrate or resolve my discrimination case against General Motors are preserved with this sale, I have no objection to the Sale. If and only if, my rights to mediate, arbitrate or resolve my discrimination case are negatively affected by this sale, then I do object to the sale.

April 13, 2010

Respectfully submitted,

Atul C. Shah
2884 Manorwood Drive
Troy, MI, 48085-1145

PROOF OF SERVICE

On this the 13th day of April, 2010, I did furnish a true and accurate of the above Response to the attorneys for General Motors, WEIL, GOTSHAL & MANGES LLP, 767 Fifth Avenue, New York, New York, 10153 by certified mail.

Respectfully submitted,

Atul C. Shah
2884 Manorwood Drive
Troy, MI, 48085-1145

April 13, 2010

April 13, 2010

Atul C. Shah, MD
2884 Manorwood Drive
Troy, MI, 48085-1145

Attention: Russell Brooks, Esq.
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153

RE: Confirmation of discussion about Notice of Sale of General Motors
In Bankruptcy Case No. 09-50026 (REG) Chapter 11, U.S. Bankruptcy
Court Southern District of New York

This is to confirm that today my office manager, Bob McQuade, spoke with you via telephone concerning my dispute with General Motors. You were informed that I have a discrimination case against General Motors and that I just received a Notice of sale of assets of General Motors dated June 2, 2009. You told him that I do not have to respond to that Notice. He asked if my claim is still protected for the arbitration/mediation procedures and you said as long as the forms are filled out and submitted, the notice of sale would have no effect on my dispute resolution process.

Please note that I am still puzzled as to why I just recently received a Notice dated nearly a year ago. I contacted the Postal Service in Centerline, Michigan. The Centerline Post Office referred me to the Post Office in Troy, Michigan because they actually delivered the Notice of Sale to my home. The Troy Post Office told me that they could not determine the exact date of delivery because it was sent by bulk mail.

Please note that I want to ensure that I do not have to respond to the Notice of Sale of GM assets. I want specifically to ensure that my claim is in fact on track for dispute resolution based upon the papers I have already filled out. If this is not the case, please call me or write at the address above. My cell phone number is 248-835-5025.

Sincerely,

A handwritten signature in black ink, appearing to be 'Atul C. Shah', written over a horizontal line.

Atul C. Shah, MD

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

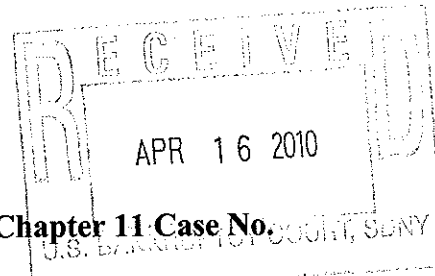
GENERAL MOTORS CORP., *et al.*,

Debtors.

Chapter 11 Case No.

09-50026 (REG)

(Jointly Administered)



**NOTICE OF SALE HEARING TO SELL SUBSTANTIALLY ALL
OF DEBTORS' ASSETS PURSUANT TO MASTER SALE AND PURCHASE
AGREEMENT WITH VEHICLE ACQUISITION HOLDINGS LLC,
A U.S. TREASURY-SPONSORED PURCHASER**

PLEASE TAKE NOTICE THAT upon the motion (the "Motion"), of General Motors Corporation ("GM") and its debtor subsidiaries, as debtors in possession (collectively, the "Debtors" or the "Company"), dated June 1, 2009, the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") has issued an order dated June 2, 2009 (the "Sale Procedures Order"), among other things, (i) scheduling a hearing (the "Sale Hearing") to approve (a) the Master Sale and Purchase Agreement, dated as of June 1, 2009 (the "MPA"), by and among GM and its Debtor subsidiaries (collectively, the "Sellers") and Vehicle Acquisition Holdings LLC. (the "Purchaser"), a purchaser sponsored by the United States Department of the Treasury (the "U.S. Treasury"), with respect to the sale of substantially all the Debtors' assets (the "Purchased Assets") free and clear of all liens, claims, encumbrances, and other interests, and subject to higher or better offers (the "363 Transaction"); (b) the assumption, assignment, and sale to the Purchaser pursuant to the MPA of certain executory contracts and unexpired leases of personal property and nonresidential real property (the "Assumable Executory Contracts"); and (c) the settlement agreement (the "UAW Retiree Settlement Agreement"), between the Purchaser and the International Union, United Automobile, Aerospace and Agricultural Implement Workers of America (the "UAW"); (ii) approving certain procedures for the submission and acceptance of any competing bids (the "Sale Procedures"); (iii) approving a procedure for the assumption, assignment, and sale to the Purchaser pursuant to the MPA of the Assumable Executory Contracts; (iv) approving the form and manner of notice of the Motion and the relief requested therein and of the Sale Hearing; and (v) setting a deadline for the filing of objections, if any, to the relief requested in the Motion.

A. THE MASTER SALE AND PURCHASE AGREEMENT

The total consideration under the MPA for the sale of the Purchased Assets is equal to the sum of (i) a credit bid in the amount of the outstanding indebtedness owed to the Purchaser as of the closing pursuant to certain secured loans extended by the U.S. Treasury and Export Development Canada, less approximately \$8 billion (estimated to be approximately \$48.3 billion at July 31, 2009); (ii) the surrender of a warrant to purchase GM shares previously issued to the U.S. Treasury in connection with the secured loans extended by the U.S. Treasury; (iii) the

UNITED STATES BANKRUPTCY COURT, SOUTHERN DISTRICT OF NEW YORK

Notice of Chapter 11 Bankruptcy Cases, Meeting of Creditors, & Deadlines

A chapter 11 bankruptcy case concerning the debtors listed below was filed on June 1, 2009.

You may be a creditor of the Debtors. **This notice lists important deadlines.** You may want to consult an attorney to protect your rights. **You are not being sued or forced into bankruptcy.** All documents filed with the Bankruptcy Court, including lists of the Debtors' assets and liabilities, will be available for inspection at the Office of the Clerk of the Bankruptcy Court or by accessing the Bankruptcy Court's website, www.nysb.uscourts.gov, as well as (A) by written request to the Debtors' Claims and Noticing Agent, The Garden City Group, Inc., at the following addresses: (i) if sending by regular mail: GM Claims Agent, P.O. Box 9386, Dublin, Ohio 43017-4286; (ii) if sending by overnight or hand delivery: GM Claims Agent, 105 Maxess Road, Melville, New York 11747, (B) by phone at 703-286-6401, or (C) by accessing its website <http://www.gmcourtdocs.com>. Note that you need a PACER password and login to access documents on the Bankruptcy Court's website (a PACER password is obtained by accessing the PACER website, <http://pacer.psc.uscourts.gov>).

NOTE: The staff of the Bankruptcy Clerk's Office, the Office of the United States Trustee, and the Debtors' Claims and Noticing Agent cannot give legal advice.

See Reverse Side for Important Explanations

Debtors:	Case Number:	Tax ID Number:
General Motors Corporation	09-50026 (REG)	38-0572515
Chevrolet-Saturn of Harlem, Inc.	09-13558 (REG)	20-1426707
Saturn, LLC	09-50027 (REG)	38-2577506
Saturn Distribution Corporation	09-50028 (REG)	38-2755764
<p>All other names used by the Debtors in the last 8 years:</p> <p><u>General Motors Corporation</u> GMC Truck Division and NAO Fleet Operations GM Corporation-GM Auction Department National Car Rental National Car Sales Automotive Market Research <u>Chevrolet-Saturn of Harlem, Inc.</u> CKS of Harlem <u>Saturn, LLC</u> Saturn Corporation Saturn Motor Car Corporation GM Saturn Corporation Saturn Corporation of Delaware</p>	<p>Attorney for Debtors</p> <p>Harvey R. Miller Stephen Karotkin Joseph H. Smolinsky WEIL, GOTSHAL & MANGES LLP 767 Fifth Avenue New York, New York 10153 Telephone: (212) 310-8000 Facsimile: (212) 310-8007</p>	

Meeting of Creditors

Date: July 27, 2009 Time: 1:00 P.M. Location: Hilton New York, 1335 Avenue of the Americas, New York, NY 10019 (212) 586-7000

Deadline to File a Proof of Claim

Notice of deadline will be sent at a later time.

Creditor with a Foreign Address:

A creditor to whom this notice is sent at a foreign address should read the information under "Claims" on the reverse side.

Deadline to File a Complaint to Determine Dischargeability of Certain Debts:

Notice of deadline will be sent at a later time.

Creditors May Not Take Certain Actions:

In most instances, the filing of the bankruptcy case automatically stays certain collection and other actions against the debtor and the debtor's property. Under certain circumstances, the stay may be limited to 30 days or not exist at all, although the debtor can request the court to extend or impose a stay. If you attempt to collect a debt or take other action in violation of the Bankruptcy Code, you may be penalized. Consult a lawyer to determine your rights in this case.

Address of the Bankruptcy Clerk's Office:
United States Bankruptcy Court
One Bowling Green, New York, New York 10004
Telephone: 212-668-2870

For the Court:

Clerk of the Bankruptcy Court: Vito Genna

Hours Open: 8:30 am to 5:00 pm

Date: June 3, 2009